

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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NN INVESTMENT PARTNERS B.V., et al.	:	Civil Action No. 15-cv-04226-JSR
	:	
Plaintiffs	:	NOTICE OF CONSENT TO FILE FIRST
	:	AMENDED COMPLAINT
vs.	:	
	:	
PETRÓLEO BRASILEIRO S.A. –	:	
PETROBRAS, et al.,	:	
	:	
Defendants.	:	
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Plaintiffs NN Investment Partners B.V., NNIP Bewaar Maatschappij I B.V., NN Paraplufonds 1 N.V., NN Investment Partners Luxembourg S.A. and NN (L) SICAV (collectively, “NNIP”) respectfully submit this Notice of Consent by the Petrobras Defendants to the filing of NNIP’s First Amended Complaint for Violations of the Federal Securities Laws (“First Amended Complaint”).

1. On June 2, 2015, Plaintiffs filed their Complaint for Violation of the Federal Securities Laws (“Complaint”), New York Common Law and Brazilian Law against Petrobras and several “Individual Defendants” residing in Brazil. *See* Dkt. No. 1, ¶¶26-33. NNIP has not yet served a summons and the Complaint on any of the Individual Defendants.

2. On August 21, 2015, Petrobras filed a Joint Motion to Dismiss the Individual Action Complaints. *See* Dkt. No. 11. In the memorandum in support of the Joint Motion, Petrobras argued, *inter alia*, that NNIP did not have constitutional standing to sue. *See* Dkt. No. 13 at 8. Petrobras argued that NNIP’s common law fraud claim against the Company should be dismissed pursuant to SLUSA. *Id.* at 19-21. Petrobras further argued that NNIP’s Brazilian law claims should be dismissed, particularly in light of this Court’s prior ruling on that issue. *Id.* at 15, 29-31.

3. NNIP has chosen to amend its initial complaint to address only those arguments identified above in ¶2. Prior to filing this Notice, NNIP’s counsel conferred with counsel for Petrobras, including sharing a red-line version of the First Amended Complaint for review. Pursuant to Rule 15(a)(2), Petrobras has consented in writing to NNIP filing the First Amended Complaint. *See* Ex. A (attached hereto).

4. NNIP will file its First Amended Complaint immediately after filing this Notice with the Court.

DATED: October 2, 2015

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& DOWD LLP
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EVAN J. KAUFMAN

s/ SAMUEL H. RUDMAN
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Attorneys for Plaintiffs

EXHIBIT A

Trig Smith

From: Gerber, Jared <jgerber@cgsh.com>
Sent: Wednesday, September 30, 2015 12:40 PM
To: Trig Smith; Cooper, Roger A.
Cc: Cody LeJeune; Carissa Dolan; Lowenthal, Mitchell A.
Subject: RE: Petrobras -- Proposed Amended Complaint NNIP

Trig,

Petrobras consents to NNIP filing the proposed amendment complaint, while reserving all rights to challenge the adequacy of that complaint.

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From: Trig Smith [mailto:TrigS@rgrdlaw.com]
Sent: Tuesday, September 29, 2015 1:51 PM
To: Cooper, Roger A.
Cc: Gerber, Jared; Cody LeJeune; Carissa Dolan
Subject: Petrobras -- Proposed Amended Complaint NNIP

Roger:

As previously discussed, attached for your review is a red line/blue line of the proposed amended pleading for NNIP (comparing the proposed amendment to the current operative complaint). The edits reflect additional party-related allegations to address your clients' arguments on motion to dismiss regarding constitutional standing, as well as the elimination of allegations concerning the common law fraud and Brazilian law claims in light of your clients' arguments and the Court's prior rulings.

Pursuant to Judge Rakoff's Individual Rules of Practice, please let me know when you are available for a joint call to Chambers regarding NNIP's motion to amend.

Should you have any questions, please call me at 619.338.3858 (direct).

Regards,

Trig R. Smith

Robbins Geller
Rudman & Dowd LLP

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CERTIFICATE OF SERVICE

I hereby certify that on October 2, 2015, I authorized the electronic filing of the foregoing with the Clerk of the Court using the CM/ECF system which will send notification of such filing to the e-mail addresses denoted on the attached Electronic Mail Notice List, and I hereby certify that I caused to be mailed the foregoing document or paper via the United States Postal Service to the non-CM/ECF participants indicated on the attached Manual Notice List.

I certify under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on October 2, 2015.

s/ SAMUEL H. RUDMAN

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Mailing Information for a Case 1:15-cv-04226-JSR

Electronic Mail Notice List

The following are those who are currently on the list to receive e-mail notices for this case.

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Manual Notice List

The following is the list of attorneys who are **not** on the list to receive e-mail notices for this case (who therefore require manual noticing). You may wish to use your mouse to select and copy this list into your word processing program in order to create notices or labels for these recipients.

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